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IDEX CORP /DE/
Form 8-K
January 07, 2008

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report: JANUARY 2, 2008
(Date of earliest event reported)

IDEX CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE
(State of
Incorporation)

1-10235
(Commission File Number)

36-3555336
(IRS Employer
Identification No.)

630 DUNDEE ROAD
NORTHBROOK, ILLINOIS 60062
(Address of principal executive offices, including zip code)

(847) 498-7070
(Registrant's telephone number, including area code)

Check the appropriate box if the Form 8-K filing is intended to
simultaneously satisfy the filing obligation of the registrant under any of the
following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17
CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR
240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the
Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the
Exchange Act (17 CFR 240.13e-4(c))

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Item 2.01 - Completion of Acquisition or Disposition of Assets.

On January 1, 2008, IDEX Corporation completed its previously announced
acquisition of ADS, LLC (previously referred to as Nova Technologies

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Corporation) for a purchase price of approximately \$160,000,000, subject to closing adjustments. ADS is a leading provider of metering technology and flow monitoring services for the water and wastewater markets.

A copy of the Stock Purchase Agreement by and between IDEX Corporation and Nova Holdings, LLC, dated November 13, 2007 (the "Stock Purchase Agreement") is attached as an exhibit to our Current Report on Form 8-K filed with the U.S. Securities and Exchange Commission on November 16, 2007, which is incorporated by reference herein. A copy of the First Amendment to the Stock Purchase Agreement is filed as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated by reference herein. The First Amendment, among other things, modified the parties agreement with respect to certain components of the purchase price calculation and the closing process.

Item 9.01 - Financial Statements and Exhibits.

(d) Exhibits

10.1 First Amendment to Stock Purchase Agreement dated December 28, 2007 by and between IDEX Corporation and Nova Holdings, LLC*

99.1 Press release, dated January 2, 2008, issued by IDEX Corporation

* Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. IDEX Corporation undertakes to furnish supplemental copies of any of the omitted schedules and exhibits to the U.S. Securities and Exchange Commission upon request.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IDEX CORPORATION

By: /s/ Dominic A. Romeo

Dominic A. Romeo
Vice President and Chief Financial
Officer

January 7, 2008

EXHIBIT INDEX

EXHIBIT NUMBER	DESCRIPTION
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10.1	First Amendment to Stock Purchase Agreement, dated December 28, 2007, by and between IDEX Corporation and Nova Holdings LLC*

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99.1 Press release, dated January 2, 2008, issued by IDEX Corporation

* Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. IDEX Corporation undertakes to furnish supplemental copies of any of the omitted schedules and exhibits to the U.S. Securities and Exchange Commission upon request.

m-width: 1">1.Title of Security

(Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. Transaction Code

(Instr. 8)4. Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4 and 5)5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)6. Ownership Form: Direct (D) or Indirect (I)

(Instr. 4)7. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeVAmount(A) or (D)Price Registered Shares12/10/2013 A 9,705 ⁽¹⁾ A \$ 0 76,032 ⁽²⁾ D Registered Shares12/10/2013 F 2,246 ⁽³⁾ D \$ 49.07 73,786 ⁽²⁾ D Registered Shares12/11/2013 F 837 ⁽⁴⁾ D \$ 48.64 72,949 ⁽⁵⁾ D Registered Shares 750 I By children Registered Shares 250 I By trust established for the benefit of reporting person's child

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock appreciation right	\$ 49.07	12/10/2013		M	38,492	⁽⁶⁾ 12/10/2023	Registered Shares	38,492	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEMBLE CLIFTON A 1200 EAST 151ST STREET OLATHE, KS 66062	X		President and CEO	

Signatures

Joshua H. Maxfield,
Attorney-in-Fact

12/12/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Shares were acquired pursuant to a grant of restricted stock units under the Garmin Ltd. Equity Incentive Plan. The award vests in three equal annual installments beginning in December 2014.

Includes (a) 4,000 unvested shares acquired pursuant to an award of 10,000 restricted stock units on December 10, 2010 (the award vests in five annual installments); (b) 4,000 unvested shares acquired pursuant to an award of 10,000 restricted stock units on December 11, 2009 (the award vests in five annual installments); (c) 4,000 unvested shares acquired pursuant to an award of 20,000 restricted stock units on December 12, 2008 (the award vests in five annual installments); (d) 6,444 unvested shares acquired pursuant to a grant of 8,055 restricted stock units on December 14, 2011 (the award vests in five annual installments); (e) 7,264 unvested shares acquired pursuant to an award of 10,896 restricted stock units on December 10, 2012 (the award vests in three annual installments); and (f) 9,705 unvested shares acquired pursuant to the grant of restricted shares described in Footnote 1.

- (2) On December 10, 2013, 2,000 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2010 described in Footnote 2 vested and were paid to the reporting person. 727 of these 2,000 shares were withheld to pay the resulting tax liability. Also on December 10, 2013, 3,632 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2013 described in Footnote 2 vested and were paid to the reporting person. 1,519 of these 3,632 shares were withheld to pay the resulting tax liability.

- (3) On December 11, 2013, 2,000 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2009 described in Footnote 2 vested and were paid to the reporting person. 837 of these 2,000 shares were withheld to pay the resulting tax liability.

- (4) Includes (a) 4,000 unvested shares acquired pursuant to an award of 10,000 restricted stock units on December 10, 2010 (the award vests in five annual installments); (b) 4,000 unvested shares acquired pursuant to an award of 10,000 restricted stock units on December 11, 2009 (the award vests in five annual installments); (c) 4,000 unvested shares acquired pursuant to an award of 20,000 restricted stock units on December 12, 2008 (the award vests in five annual installments); (d) 6,444 unvested shares acquired pursuant to a grant of 8,055 restricted stock units on December 14, 2011 (the award vests in five annual installments); (e) 7,264 unvested shares acquired pursuant to an award of 10,896 restricted stock units on December 10, 2012 (the award vests in three annual installments); and (f) 9,705 unvested shares acquired pursuant to the grant of restricted shares described in Footnote 1.

- (5) The stock appreciation right vests in five equal annual installments beginning on December 10, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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